

State of Idaho

Office of the Secretary of State

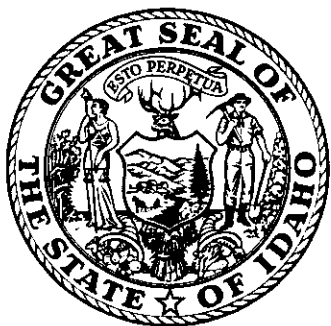
**CERTIFICATE OF AUTHORITY
OF
BP LUBRICANTS USA INC.**

File Number C 166349

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 18 April 2006



Ben Yursa
SECRETARY OF STATE

By *Hristen Wott*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2006 APR 18 PM 12:20
SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

BP LUBRICANTS USA INC.

2. The name which it shall use in Idaho is: _____

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: 12/12/1994

5. The address of its principal office is:

1500 Valley Road, Wayne, NJ 07470

6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is: 300 N 6th Street, Boise, ID 83702

and its registered agent in Idaho at that address is: CT Corporation System

8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Peter J. Meola</u>	<u>President</u>	<u>1500 Valley Rd, Wayne, NJ 07470</u>
<u>Paul D. Wessells</u>	<u>Vice President</u>	<u>4101 Winfield Rd, Warrenville IL 60555</u>
<u>Debra A. Plumb</u>	<u>Sec/Director</u>	<u>4101 Winfield Rd, Warrenville IL 60555</u>
<u>Debbie A. Dowling</u>	<u>Director</u>	<u>4101 Winfield Rd, Warrenville IL 60555</u>
<u>Daniel B. Pinkert</u>	<u>Director</u>	<u>4101 Winfield Rd, Warrenville IL 60555</u>
<u>Geoffrey E. Stein</u>	<u>Asst. Secretary</u>	<u>4101 Winfield Rd, Warrenville IL 60555</u>

Dated: 4/16/06

Signature: GE Stein

Typed Name: Geoffrey E. Stein

Capacity: Asst. Secretary

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

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Revised 07/2002

IDAHO SECRETARY OF STATE
04/18/2006 05:00
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C 1166349

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BP LUBRICANTS USA INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF APRIL, A.D. 2006.

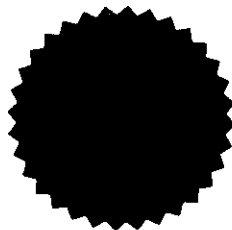
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BP LUBRICANTS USA INC." WAS INCORPORATED ON THE TWELFTH DAY OF DECEMBER, A.D. 1994.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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060351343



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4669046

DATE: 04-14-06